

TBD-To be determined  
 NRO-Nonrecurring only  
 ICB-Individual Case Basis  
 NA-Not applicable

SOUTHWESTERN BELL TELEPHONE COMPANY  
 Rates  
 OKLAHOMA  
 May 22, 2001

APPENDIX PRICING  
**SWBT-OK**/QuantumShift Communications, Inc.

|   |  | SWBT RECURRING          |                      | SWBT NON-REC. |  |
|---|--|-------------------------|----------------------|---------------|--|
| <b>RESALE</b>   |  |                         |                      |               |  |
|   |  | <b>RESALE DISCOUNTS</b> |                      |               |  |
| <b>BUSINESS</b>   |  | <b>RECURRING</b>        | <b>NON-RECURRING</b> |               |  |
| <b>LOCAL EXCHANGE SERVICE</b>                                 |  |                         |                      |               |  |
| Business 1 Party  |  | 19.80%                  | 19.80%               |               |  |
| Business - Multi-Line Hunting                                 |  | 19.80%                  | 19.80%               |               |  |
| <b>EXPANDED LOCAL CALLING</b>                                 |  |                         |                      |               |  |
| Expanded Local Calling (Mandatory)                            |  | 19.80%                  | 19.80%               |               |  |
| Mandatory Extended Area Calling Service (EACS)- 1 Party       |  | 19.80%                  | 19.80%               |               |  |
| Mandatory EACS - Hotel/Motel Measured Trunk                   |  | 19.80%                  | 19.80%               |               |  |
| Mandatory EACS - Multi-Line Hunting                           |  | 19.80%                  | 19.80%               |               |  |
| Mandatory EACS - PBX Trunk                                    |  | 19.80%                  | 19.80%               |               |  |
| <b>VERTICAL SERVICES</b>                                      |  |                         |                      |               |  |
| Auto Redial   |  | 19.80%                  | 19.80%               |               |  |
| Call Blocker  |  | 19.80%                  | 19.80%               |               |  |
| Call Forwarding   |  | 19.80%                  | 19.80%               |               |  |
| Call Forwarding - Busy Line                                   |  | 19.80%                  | 19.80%               |               |  |
| Call Forwarding - Busy Line/Don't Answer                      |  | 19.80%                  | 19.80%               |               |  |
| Call Forwarding - Don't Answer                                |  | 19.80%                  | 19.80%               |               |  |
| Call Return   |  | 19.80%                  | 19.80%               |               |  |
| Call Trace  |  | 19.80%                  | 19.80%               |               |  |
| Call Waiting  |  | 19.80%                  | 19.80%               |               |  |
| Calling Name  |  | 19.80%                  | 19.80%               |               |  |
| Calling Number  |  | 19.80%                  | 19.80%               |               |  |
| ComCall®  |  | 19.80%                  | 19.80%               |               |  |
| Personalized Ring (1 dependent number)                        |  | 19.80%                  | 19.80%               |               |  |
| Personalized Ring (2 dependent numbers - 1st number)          |  | 19.80%                  | 19.80%               |               |  |
| Personalized Ring (2 dependent numbers - 2nd number)          |  | 19.80%                  | 19.80%               |               |  |
| Priority Call   |  | 19.80%                  | 19.80%               |               |  |
| Remote Access to Call Forwarding                              |  | 19.80%                  | 19.80%               |               |  |
| Selective Call Forwarding                                     |  | 19.80%                  | 19.80%               |               |  |
| Simultaneous Call Forwarding                                  |  | 19.80%                  | 19.80%               |               |  |
| Speed Calling 8   |  | 19.80%                  | 19.80%               |               |  |
| Speed Calling 30  |  | 19.80%                  | 19.80%               |               |  |
| Three Way Calling   |  | 19.80%                  | 19.80%               |               |  |
| <b>DID</b>  |  |                         |                      |               |  |
| DID (First Block of 100 - Category 1)                         |  | 19.80%                  | 19.80%               |               |  |
| DID (First Block of 10 - Category 1)                          |  | 19.80%                  | 19.80%               |               |  |
| DID (Ea. adl. block of 10 after first 10 - Category 1)        |  | 19.80%                  | 19.80%               |               |  |
| DID (Ea. adl. block of 100 after first 100 - Category 2)      |  | 19.80%                  | 19.80%               |               |  |
| DID (Ea. adl. block of 10 assigned over 1st 100 - Category 2) |  | 19.80%                  | 19.80%               |               |  |
| DID (with Multifrequency)                                     |  | 19.80%                  | 19.80%               |               |  |
| DID (with Dual-Tone Multifrequency)                           |  | 19.80%                  | 19.80%               |               |  |
| DID (1st 10 Trunks or access lines)                           |  | 19.80%                  | 19.80%               |               |  |
| DID (11th thru 50th trunk or network access line)             |  | 19.80%                  | 19.80%               |               |  |
| DID (51st trunk or network access line)                       |  | 19.80%                  | 19.80%               |               |  |
| <b>TRUNKS</b>   |  |                         |                      |               |  |
| Analog Trunks   |  | 19.80%                  | 19.80%               |               |  |
| Digital Trunks  |  | 19.80%                  | 19.80%               |               |  |
| <b>AIN</b>  |  |                         |                      |               |  |
| Area Wide Networking  |  | 19.80%                  | 19.80%               |               |  |
| Caller Intellidata®   |  | 19.80%                  | 19.80%               |               |  |
| Disaster Routing Service                                      |  | 19.80%                  | 19.80%               |               |  |
| Intelligent Redirectsm  |  | 19.80%                  | 19.80%               |               |  |
| Positive ID   |  | 19.80%                  | 19.80%               |               |  |
| <b>OTHER</b>  |  |                         |                      |               |  |
| Bundled Telecommunications Services (e.g., the Works)         |  | 19.80%                  | 19.80%               |               |  |
| Busy Out Arrangements   |  | 19.80%                  | 19.80%               |               |  |
| Customer Alerting Enablement                                  |  | 19.80%                  | 19.80%               |               |  |
| Grandfathered Services  |  | 19.80%                  | 19.80%               |               |  |
| Hot Line  |  | 19.80%                  | 19.80%               |               |  |
| Hunting   |  | 19.80%                  | 19.80%               |               |  |
| Local Operator Assistance Service                             |  | 19.80%                  | 19.80%               |               |  |
| Night Number associated with Telephone Number                 |  | 19.80%                  | 19.80%               |               |  |
| Night Number associated with a Terminal                       |  | 19.80%                  | 19.80%               |               |  |
| Promotions (Greater than 90 days)                             |  | 19.80%                  | 19.80%               |               |  |
| Preferred Number Service                                      |  | 19.80%                  | 19.80%               |               |  |
| Telebranch®   |  | 19.80%                  | 19.80%               |               |  |
| TouchTone   |  | 19.80%                  | 19.80%               |               |  |
| Voice Dial  |  | 19.80%                  | 19.80%               |               |  |

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|  |   |          | SWBT RECURRING          | SWBT NON-REC.        |  |
|--|---|----------|-------------------------|----------------------|--|
|  | Warm Line   |          | 19.80%                  | 19.80%               |  |
|  | <b>ISDN</b>   |          |                         |                      |  |
|  | Circuit Switched Video/Circuit Switched Data            |          | 19.80%                  | 19.80%               |  |
|  | Select Video Plus®                                      |          | 19.80%                  | 19.80%               |  |
|  | Smart Trunksm   |          | 19.80%                  | 19.80%               |  |
|  | <b>TOLL</b>   |          |                         |                      |  |
|  | IntraLATA MTS   |          | 19.80%                  | 19.80%               |  |
|  | MaxiMizer 800®  |          | 19.80%                  | 19.80%               |  |
|  | OutWATS   |          | 19.80%                  | 19.80%               |  |
|  | 800 Service   |          | 19.80%                  | 19.80%               |  |
|  | <b>OPTIONAL TOLL CALLING PLANS</b>                      |          |                         |                      |  |
|  | 1+SAVERsm   |          | 19.80%                  | 19.80%               |  |
|  | 1+SAVER Directsm  |          | 19.80%                  | 19.80%               |  |
|  | Circle Saver  |          | 19.80%                  | 19.80%               |  |
|  | Corridor Optional Saver                                 |          | 19.80%                  | 19.80%               |  |
|  | Extended Community Saver                                |          | 19.80%                  | 19.80%               |  |
|  | <b>PLEXAR®</b>  |          |                         |                      |  |
|  | Plexar I®   |          | 19.80%                  | 19.80%               |  |
|  | Plexar II®  |          | 19.80%                  | 19.80%               |  |
|  | Plexar Custom   | Variable | Variable                |                      |  |
|  | <b>PRIVATE LINE</b>                                     |          |                         |                      |  |
|  | Analog Private Lines                                    |          | 19.80%                  | 19.80%               |  |
|  | Automated Distribution Services                         |          | 19.80%                  | 19.80%               |  |
|  | Digital Loop Service                                    |          | 19.80%                  | 19.80%               |  |
|  | Foreign Exchange Service                                |          | 19.80%                  | 19.80%               |  |
|  | Foreign Serving Office                                  |          | 19.80%                  | 19.80%               |  |
|  | Frame Relay   |          | 19.80%                  | 19.80%               |  |
|  | Group Alerting Services                                 |          | 19.80%                  | 19.80%               |  |
|  | MegaLink I®   |          | 19.80%                  | 19.80%               |  |
|  | MegaLink II®  |          | 19.80%                  | 19.80%               |  |
|  | MegaLink III®   |          | 19.80%                  | 19.80%               |  |
|  | MicroLink I®  |          | 19.80%                  | 19.80%               |  |
|  | MicroLink II®   |          | 19.80%                  | 19.80%               |  |
|  | MultiPoint Video  |          | 19.80%                  | 19.80%               |  |
|  | Service Loop Facility Modification Service              |          | 19.80%                  | 19.80%               |  |
|  |   |          |                         |                      |  |
|  |   |          | <b>RESALE DISCOUNTS</b> |                      |  |
|  | <b>RESIDENCE</b>  |          | <b>RECURRING</b>        | <b>NON-RECURRING</b> |  |
|  | <b>LOCAL EXCHANGE SERVICE</b>                           |          |                         |                      |  |
|  | Life Line and Link Up America Services                  |          | 19.80%                  | 19.80%               |  |
|  | Residence 1 Party                                       |          | 19.80%                  | 19.80%               |  |
|  | Residence Measured                                      |          | 19.80%                  | 19.80%               |  |
|  | <b>EXPANDED LOCAL CALLING</b>                           |          |                         |                      |  |
|  | Expanded Local Calling (Mandatory)                      |          | 19.80%                  | 19.80%               |  |
|  | Mandatory Extended Area Calling Service (EACS)- 1 Party |          | 19.80%                  | 19.80%               |  |
|  | Mandatory EACS - One element measured, 1 Party          |          | 19.80%                  | 19.80%               |  |
|  | <b>VERTICAL SERVICES</b>                                |          |                         |                      |  |
|  | Auto Redial   |          | 19.80%                  | 19.80%               |  |
|  | Call Blocker  |          | 19.80%                  | 19.80%               |  |
|  | Call Forwarding   |          | 19.80%                  | 19.80%               |  |
|  | Call Forwarding - Busy Line                             |          | 19.80%                  | 19.80%               |  |
|  | Call Forwarding - Busy Line/Don't Answer                |          | 19.80%                  | 19.80%               |  |
|  | Call Forwarding - Don't Answer                          |          | 19.80%                  | 19.80%               |  |
|  | Call Return   |          | 19.80%                  | 19.80%               |  |
|  | Call Trace  |          | 19.80%                  | 19.80%               |  |
|  | Call Waiting  |          | 19.80%                  | 19.80%               |  |
|  | Calling Name  |          | 19.80%                  | 19.80%               |  |
|  | Calling Number  |          | 19.80%                  | 19.80%               |  |
|  | ComCall®  |          | 19.80%                  | 19.80%               |  |
|  | Personalized Ring (1 dependent number)                  |          | 19.80%                  | 19.80%               |  |
|  | Personalized Ring (2 dependent numbers - 1st number)    |          | 19.80%                  | 19.80%               |  |
|  | Personalized Ring (2 dependent numbers - 2nd number)    |          | 19.80%                  | 19.80%               |  |
|  | Priority Call   |          | 19.80%                  | 19.80%               |  |
|  | Remote Access to Call Forwarding                        |          | 19.80%                  | 19.80%               |  |
|  | Selective Call Forwarding                               |          | 19.80%                  | 19.80%               |  |
|  | Simultaneous Call Forwarding                            |          | 19.80%                  | 19.80%               |  |
|  | Speed Calling 8   |          | 19.80%                  | 19.80%               |  |
|  | Three Way Calling                                       |          | 19.80%                  | 19.80%               |  |

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|  |  | SWBT RECURRING |        | SWBT NON-REC. |    |
|--|--|----------------|--------|---------------|----|
|  |  |                |        |               |    |
|  | <b>ISDN</b>  | 19.80%         | 19.80% |               |    |
|  |  |                |        |               |    |
|  | <b>OTHER</b>   |                |        |               |    |
|  | Bundled Telecommunications Services (e.g., the Works)            | 19.80%         | 19.80% |               |    |
|  | Customer Alerting Enablement                                     | 19.80%         | 19.80% |               |    |
|  | Grandfathered Services   | 19.80%         | 19.80% |               |    |
|  | Hot Line   | 19.80%         | 19.80% |               |    |
|  | Local Operator Assistance Service                                | 19.80%         | 19.80% |               |    |
|  | Promotions (Greater than 90 days)                                | 19.80%         | 19.80% |               |    |
|  | Preferred Number Service   | 19.80%         | 19.80% |               |    |
|  | TouchTone  | 19.80%         | 19.80% |               |    |
|  | Voice Dial   | 19.80%         | 19.80% |               |    |
|  | Warm Line  | 19.80%         | 19.80% |               |    |
|  |  |                |        |               |    |
|  | <b><u>OTHER (Resale)</u></b>                                     |                |        |               |    |
|  |  |                |        |               |    |
|  | <b>DIRECTORY ASSISTANCE SERVICES</b>                             | 19.80%         | 19.80% |               |    |
|  | Nationwide Listing Services (NLS)                                | 19.80%         | 19.80% |               |    |
|  |  |                |        |               |    |
|  | <b>TOLL</b>  |                |        |               |    |
|  | Home 800sm   | 19.80%         | 19.80% |               |    |
|  | IntraLATA MTS  | 19.80%         | 19.80% |               |    |
|  |  |                |        |               |    |
|  | <b>OPTIONAL TOLL CALLING PLANS</b>                               |                |        |               |    |
|  | 1+SAVERsm  | 19.80%         | 19.80% |               |    |
|  | 1+SAVER Directsm   | 19.80%         | 19.80% |               |    |
|  | Circle Saver   | 19.80%         | 19.80% |               |    |
|  | Corridor Optional Saver  | 19.80%         | 19.80% |               |    |
|  | Extended Community Saver   | 19.80%         | 19.80% |               |    |
|  |  |                |        |               |    |
|  | 900/976 Call Restriction   | 19.80%         | 19.80% |               |    |
|  | Access Services  | 0%             | 0%     |               |    |
|  | Additional Directory Listings                                    | 19.80%         | 19.80% |               |    |
|  | Bill Plus  | 5%             | 5%     |               |    |
|  | Company Initiated Suspension Service                             | 0%             | 0%     |               |    |
|  | Connections with Terminal Equipment and Communications Equipment | 0%             | 0%     |               |    |
|  | Consolidated Billing   | 5%             | 5%     |               |    |
|  | Construction Charges   | 0%             | 0%     |               |    |
|  | Customer Initiated Suspension Service                            | 0%             | 0%     |               |    |
|  | Exchange Connection Service                                      | 0%             | 0%     |               |    |
|  | Maintenance of Service Charges                                   | 0%             | 0%     |               |    |
|  | Telecommunications Service Priority Systems                      | 0%             | 0%     |               |    |
|  | Toll Billing Exception   | 19.80%         | 19.80% |               |    |
|  | Toll Restriction   | 19.80%         | 19.80% |               |    |
|  | Wireless Carrier Interconnection Services                        | 0%             | 0%     |               |    |
|  |  |                |        |               |    |
|  | Electronic Billing Information Data (daily usage) per message    | \$ 0.003       |        | NA            | NA |
|  |  |                |        |               |    |
|  |  |                |        |               |    |
|  | Local disconnect Report (LDR)                                    |                |        |               |    |
|  | Per WTN  | \$ 0.10        |        | NA            | NA |
|  |  |                |        |               |    |
|  | Simple conversion charge per billable number                     | NA             |        | \$ 13.69      | NA |
|  | Electronic conversion orders per billable number                 | NA             |        | \$ 3.33       | NA |
|  | Complex conversion orders per billable number                    | NA             |        | \$ 69.51      | NA |
|  |  |                |        |               |    |
|  | <b>OS/DA</b>   |                |        |               |    |
|  | Branding - Resellers   |                |        |               |    |
|  | - Initial Load   | NA             |        | \$1,800.00    | NA |
|  | - Subsequent Load  | NA             |        | \$1,800.00    | NA |
|  | - Per Call   | \$ 0.025000    |        | NA            | NA |
|  | Rate Reference - Reseller  |                |        |               |    |
|  | - Initial Load   | NA             |        | \$2,200.00    | NA |
|  | - Subsequent Load  | NA             |        | \$1,000.00    | NA |